

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF OHIO, EASTERN DIVISION

Case number (if known) Chapter 11

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))  
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
☐ Railroad (as defined in 11 U.S.C. § 101(44))  
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))  
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))  
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))  
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)  
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)  
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

5511

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7  
☐ Chapter 9  
☒ Chapter 11. Check all that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  
☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).  
☐ A plan is being filed with this petition.  
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).  
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.  
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.  
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No  
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor SEE ATTACHED SCHEDULE 1 Relationship \_\_\_\_\_

Debtor Rotolo Industries, L.L.C. Case number (if known) \_\_\_\_\_  
Name

District \_\_\_\_\_ When \_\_\_\_\_ Case number, if known \_\_\_\_\_

11. Why is the case filed in this district? Check all that apply:
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?
- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)**
- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
What is the hazard? \_\_\_\_\_
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other \_\_\_\_\_
- Where is the property?** \_\_\_\_\_  
Number, Street, City, State & ZIP Code
- Is the property insured?**
- ☐ No
- ☐ Yes. Insurance agency \_\_\_\_\_  
Contact name \_\_\_\_\_  
Phone \_\_\_\_\_

#### Statistical and administrative information

13. Debtor's estimation of available funds Check one:
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

- |                                   |  |  |  |
|-----------------------------------|--|--|--|
| 14. Estimated number of creditors | <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
|                                   | <input type="checkbox"/> 50-99           | <input type="checkbox"/> 5001-10,000   | <input type="checkbox"/> 50,001-100,000    |
|                                   | <input type="checkbox"/> 100-199         | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
|                                   | <input type="checkbox"/> 200-999         |  |  |
- 
- |                      |  |  |  |
|----------------------|--|--|--|
| 15. Estimated Assets | <input checked="" type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million    | <input type="checkbox"/> \$500,000,001 - \$1 billion     |
|                      | <input type="checkbox"/> \$50,001 - \$100,000      | <input type="checkbox"/> \$10,000,001 - \$50 million   | <input type="checkbox"/> \$1,000,000,001 - \$10 billion  |
|                      | <input type="checkbox"/> \$100,001 - \$500,000     | <input type="checkbox"/> \$50,000,001 - \$100 million  | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
|                      | <input type="checkbox"/> \$500,001 - \$1 million   | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion          |
|                      |  |  |  |
- 
- |                           |  |  |  |
|---------------------------|--|--|--|
| 16. Estimated liabilities | <input type="checkbox"/> \$0 - \$50,000          | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion     |
|                           | <input type="checkbox"/> \$50,001 - \$100,000    | <input type="checkbox"/> \$10,000,001 - \$50 million           | <input type="checkbox"/> \$1,000,000,001 - \$10 billion  |
|                           | <input type="checkbox"/> \$100,001 - \$500,000   | <input type="checkbox"/> \$50,000,001 - \$100 million          | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
|                           | <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million         | <input type="checkbox"/> More than \$50 billion          |
|                           |  |  |  |

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 12, 2023  
MM / DD / YYYY

**X** /s/ Michael S. Rotolo  
Signature of authorized representative of debtor

Michael S. Rotolo  
Printed name

Title Sole Member

**18. Signature of attorney**

**X** /s/ Christopher Peer  
Signature of attorney for debtor

Date May 12, 2023  
MM / DD / YYYY

Christopher Peer  
Printed name

Wickens Herzer Panza  
Firm name

35765 Chester Road  
Avon, OH 44011  
Number, Street, City, State & ZIP Code

Contact phone (440) 695-8093 Email address cpeer@wickenslaw.com

0076257 OH  
Bar number and State

## Schedule 1 to Voluntary Petition

### **PENDING BANKRUPTCY CASES FILED BY AFFILIATES OF THE DEBTOR**

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under title 11 of the United States Code in the United States Bankruptcy Court for the Northern District of Ohio. A motion will be filed with the Court requesting that the chapter 11 cases of these entities be jointly administered for procedural purposes only.

<b>Entity Name</b>	<b>Federal Employer Identification Number</b>
E-B Display Company, Inc.	34-0861140
Rotolo Industries, Inc.	02-0655474
Rotolo Industries, L.L.C.	75-3051366
Rotolo Investors, L.L.C.	75-3051359

**United States Bankruptcy Court  
Northern District of Ohio, Eastern Division**

In re Rotolo Industries, L.L.C.

Debtor(s)

Case No.

Chapter

11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Rotolo Industries, L.L.C. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

May 12, 2023

Date

/s/ Christopher Peer

Christopher Peer

Signature of Attorney or Litigant

Counsel for Rotolo Industries, L.L.C.

Wickens Herzer Panza

35765 Chester Road

Avon, OH 44011

(440) 695-8093 Fax:

cpeer@wickenslaw.com

**United States Bankruptcy Court  
Northern District of Ohio, Eastern Division**

In re Rotolo Industries, L.L.C.

Debtor(s)

Case No.  
Chapter

11

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Michael Rotolo 2741 Last Valley Lane Hudson, OH 44236	Membership Interests		100%

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the Sole Member of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date May 12, 2023

Signature /s/ Michael S. Rotolo  
Michael S. Rotolo

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.*

**Fill in this information to identify the case:**

Debtor name Rotolo Industries, L.L.C.

United States Bankruptcy Court for the: NORTHERN DISTRICT OF OHIO, EASTERN DIVISION

Case number (if known) \_\_\_\_\_

☐ Check if this is an amended filing

**Official Form 202**

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 12, 2023

**X** /s/ Michael S. Rotolo

Signature of individual signing on behalf of debtor

Michael S. Rotolo

Printed name

Sole Member

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name

Rotolo Industries, L.L.C.

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF OHIO,  
EASTERN DIVISION

Case number (if known):

☐ Check if this is an  
amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
-NONE-						

**UNANIMOUS ACTION BY WRITTEN CONSENT OF THE SOLE MEMBER  
OF ROTOLO INDUSTRIES, L.L.C.**

The undersigned, being the Sole Member of **Rotolo Industries, L.L.C.**, an Ohio limited liability company (the "Company"), does hereby, in writing and without a meeting, pursuant to Section 1706.30 of the Ohio Revised Code, adopt the following resolutions and direct the sole member of the Company accordingly:

**Authority for the Company to File for Bankruptcy**

**WHEREAS**, the Company has entered a period of extreme financial distress, requires significant capital for operational expenditures that it cannot find and lacks financial liquidity; and

**WHEREAS**, the Company, after consultation with the Company's advisors, and in order to maximize value for the Company's stakeholders, has determined that it is presently in the best interests of the Company, its creditors, and other interested parties that a petition be prepared to be filed by the Company seeking relief pursuant to the provisions of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"); and

**NOW, THEREFORE, BE IT:**

**RESOLVED**, that it is presently in the best interests of the Company, its creditors, and other interested parties that, conditioned upon the Company securing DIP Financing (as defined herein), the petition be prepared to be filed and be filed by the Company seeking relief pursuant to the provisions of the Bankruptcy Code; and

**RESOLVED**, that Michael S. Rotolo, the sole member of the Company, be, and hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to execute, verify and file a petition for relief pursuant to Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Northern District of Ohio at such time as the sole member executing the same shall determine; and

**RESOLVED**, that Michael S. Rotolo, the sole member of the Company, be, and hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to appear in court on behalf of the Company, to file all petitions, schedules, statements, motions, declarations, affidavits, lists, applications, pleadings and other papers, and, in connection therewith, to employ and retain all assistance needed by legal counsel, accountants, financial advisors and other professionals, and to take and perform any and all further acts and deeds which are deemed necessary, proper or desirable in connection with the Chapter 11 case of the Company; and

**RESOLVED**, that Michael S. Rotolo, the sole member of the Company, be, and hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, applications for approvals or rulings of governmental or regulatory authorities, certificates or other documents, and to take such other action, as in the judgment of the sole member shall be or become necessary, proper and desirable to prosecute to a successful completion the organizational form and structure and ownership of the Company consistent with the foregoing resolutions and to carry out and put into effect the purpose of the foregoing resolutions and the transactions contemplated by these resolutions, his authority thereunto to be evidenced by the taking of such actions.

### **Retention of Chapter 11 Professionals**

**WHEREAS**, to guide the Company through the Chapter 11 process, the Company has determined to retain and employ certain professionals and consultants, including Wickens Herzer Panza as bankruptcy counsel.

**WHEREAS**, to provide financial and management advisory services during the Chapter 11 process, the Company has determined to retain and employ Manchester RBG as its management and financial advisory firm.

**WHEREAS**, to provide investment banking services to the Company during the Chapter 11 process in order to procure potential bidders for the business of the Company, the Company has determined to retain and employ Signet Capital Advisers LLC as its investment banker.

### **NOW, THEREFORE, BE IT:**

**RESOLVED**, that the law firm of Wickens Herzer Panza, located at 35765 Chester Road, Avon, Ohio 44011, is hereby employed as general bankruptcy counsel for the Company to, among other things, file the Company's Chapter 11 case and represent the Company in its Chapter 11 case; and

**RESOLVED**, that Manchester RBG is hereby employed, subject to order of the Bankruptcy Court approving such employment, as management consultants to assist the Company with financial and management advisory services while the Company is in Chapter 11; and

**RESOLVED**, that Signet Capital Advisers LLC is hereby employed, subject to order of the Bankruptcy Court approving such employment, as investment bankers to assist the Company with investment banking services while the Company is in Chapter 11; and

**RESOLVED**, that Michael S. Rotolo, the sole member of the Company, hereby is authorized and directed to, to the extent not already completed pursuant to prior resolutions, execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy, and cause to be filed an appropriate application for authority to retain the services of Wickens Herzer Panza, Manchester RBG and Signet Capital Advisers LLC.

### **Debtor-in-Possession Financing**

**WHEREAS**, the Company intends to enter into a debtor-in-possession financing in the amount of up to \$995,000.00 pending entry of a Final DIP Order (as defined below) to be made available upon entry of a Final DIP Order (the "DIP Financing") with Westfield Bank (the "DIP Lender"); and

**WHEREAS**, the DIP Financing is to be documented pursuant to a Debtor-In-Possession Loan Agreement and other Loan Documents dated May 12, 2023 among the Company, the DIP Lender, and the Company's affiliated entities E-B Display Company, Inc., Rotolo Industries, Inc., and Rotolo Investors, L.L.C., and secured by the liens granted to the DIP Lender as described therein, loan documents and other ancillary documents described therein (collectively, the "DIP Loan Documents"); and

**WHEREAS**, the Company, by and through its advisors did make other reasonable inquiry of other lending institutions and parties to consider providing alternative debtor-in-possession financing and each such other party declined to provide debtor-in-possession financing on similar or better terms than the DIP Financing; and

**WHEREAS**, the undersigned believes that it is in the best interests of the Company to enter into the DIP Loan Documents and consummate the DIP Financing.

**NOW, THEREFORE, BE IT:**

**RESOLVED**, that the Company shall borrow debtor-in-possession financing upon the terms and subject to the conditions set forth in the DIP Loan Documents, and grant to the DIP Lender such mortgages on, and security interests in, the property of the Company and of the bankruptcy estate of the Company, upon the terms and subject to the conditions substantially as set forth in the DIP Loan Documents and upon such other or additional terms and conditions as the sole member of this Company may deem necessary, advisable or appropriate; and that the sole member of this Company be, and hereby is, authorized and directed on behalf of this Company to execute and deliver to the DIP Lender of such debtor-in-possession financing such loan documents and related documents, instruments and other papers and to make such filings and take such other measures as may be necessary or required by the DIP Lender to obtain and secure such DIP Financing; and

**RESOLVED**, that the form, terms and provisions of each of the DIP Loan Documents, to be in substantially the same form as presented to the Company or otherwise, upon the terms and subject to conditions consistent with the provisions previously negotiated by the sole member of the Company and customary for transactions of this type, with such changes as the sole member of the Company may deem to be in the best interests of the Company, the granting of security interests thereunder and any other transactions contemplated by the DIP Loan Documents, be, and they hereby are, authorized and approved in all respects; and the execution and delivery of such DIP Loan Documents shall be deemed conclusive evidence that the same are in all respects authorized and approved;

**RESOLVED**, that pursuant to the DIP Loan Documents, the sole member of the Company be, and hereby is, authorized and empowered to take any and all other actions to create and perfect a security interest, pledge, lien, mortgage or other similar encumbrance in or on all assets of the Company in favor of the DIP Lender with respect to the DIP Loan Documents;

**RESOLVED**, that Michael S. Rotolo, the sole member of the Company, be, and he hereby is, authorized and empowered for and on behalf of the Company, to execute and deliver the DIP Loan Documents, and any other documents and to do such acts and things and to execute and deliver such agreements, notes, instruments, waivers, consents, documents and certificates as he in his sole discretion shall deem necessary or advisable to cause the Company to perform the obligations under the DIP Loan Documents, and the ancillary agreements contemplated by such agreements, to make borrowings under the DIP Loan Documents, and otherwise to carry out and effect the purposes and intents of the foregoing resolutions, the taking of such actions and the execution and delivery of such agreements, instruments, certificates, waivers, consents and documents by the sole member to be conclusive evidence of his having made such determination.

**Sale of Substantially All Assets of the Company**

**WHEREAS**, the Company has entered a period of extreme financial distress; and

**WHEREAS**, the Company has determined that a sale of substantially all of its assets is in the best interests of its creditors; and

**WHEREAS**, the Company has identified and secured Opportunity Capital LLC as a Stalking-Horse Bidder to purchase substantially all the assets of the Company, subject to a Bankruptcy sale process pursuant to Section 363 of the Bankruptcy Code. [NOTE –likely to be removed]

**NOW, THEREFORE, BE IT:**

**RESOLVED**, that the Company shall, by and through a Chapter 11 process, and specifically pursuant to Section 363 of the Bankruptcy Code, sell substantially all of its assets free and clear of any and all liens, encumbrances, claims and interests to the party submitting the highest and best bid for the Company's assets as decided by the Company in its sole discretion; and

**RESOLVED**, that the Company shall seek approval of the Bankruptcy Court to sell substantially all its assets to the party submitting the highest and best bid for the assets, with Opportunity Capital LLC serving as Stalking-Horse Bidder for the assets; and [NOTE TO LIKELY REMOVE]

**RESOLVED**, that Michael S. Rotolo, the sole member of the Company, is hereby authorized, empowered and directed to enter into any and all agreements, instruments, motions, waivers and releases, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates or other documents, and to take such other action, as in the judgment of the sole member shall be or become necessary, proper and desirable to execute such sale.

**Ratification, Modification; Limitation; Revocation**

**RESOLVED**, that Michael S. Rotolo, the sole member of the Company, is hereby authorized, empowered and directed to enter into, execute, deliver, certify, file and/or record, and perform, such agreements, instruments, motions, waivers and releases, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates or other documents, and to take such other action, as in the judgment of the sole member, shall be or become necessary, proper and desirable to prosecute to a successful completion the Company's Chapter 11 case; to effectuate the restructuring of debt, other obligations, organizational form and structure and ownership of the Company consistent with the foregoing resolutions and to carry out and put into effect the purposes of the foregoing resolutions and the transactions contemplated by these resolutions, the sole member's authority thereunto to be evidenced by the taking of such actions; and

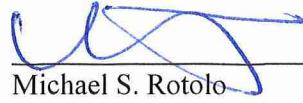
**RESOLVED**, that any and all past actions heretofore taken by the sole member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed and approved; and

**RESOLVED**, that any third party may rely upon these resolutions without further act or action by the Company and that these resolutions shall remain in full force and effect notwithstanding the subsequent death or incapacitation of any signatory hereto; and

**RESOLVED**, that Michael S. Rotolo, the sole member of the Company, if circumstances render such action(s) to be an act of reasoned business judgment of the Company, may, until any petition for relief pursuant to the Bankruptcy Code has been filed, decide to cease pursuit of the filing of a petition for relief pursuant to the Bankruptcy Code for the Company by notifying, in writing, the Company's professionals employed pursuant to this resolution.

**REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK**

**IN WITNESS WHEREOF**, the undersigned has set his hands this 12th day of May, 2023.



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Michael S. Rotolo

May 12, 2023

**United States Bankruptcy Court  
Northern District of Ohio, Eastern Division**

In re Rotolo Industries, L.L.C.

Debtor(s)

Case No.

Chapter

11

**VERIFICATION OF CREDITOR MATRIX**

I, the Sole Member of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: May 12, 2023

/s/ Michael S. Rotolo

Michael S. Rotolo/Sole Member

Signer/Title

Westfield Bank  
Two Park Circle  
Westfield Center, OH 44251

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF OHIO, EASTERN DIVISION**

In re:

Rotolo Industries, L.L.C.

**Debtor(s)**

Case No. \_\_\_\_\_

Chapter 11

Judge Tiara Patton

**DECLARATION RE: ELECTRONIC  
FILING OF DOCUMENTS AND  
STATEMENT OF SOCIAL SECURITY  
NUMBER**

**Part I - Declaration of Petitioner**

I [We] Michael S. Rotolo and Rotolo Industries, L.L.C., the undersigned debtor(s), *hereby declare under penalty of perjury* that the information I have given my attorney and the information provided in the electronically filed petition, statements, and schedules, as well as in any other documents that must contain original signatures, is true, correct, and complete. I consent to my attorney sending my petition, this declaration, statements, and schedules, and any other documents that must contain original signatures, to the United States Bankruptcy Court. The DECLARATION RE: ELECTRONIC FILING shall be filed the same day the petition is filed.

I am aware that I may proceed under chapter 7, 11, 12 or 13 of Title 11 of the United States Code, understand the relief available under each chapter, and choose to proceed under the chapter specified in the petition.

I [We] *further declare under penalty of perjury* that [check appropriate box(es)]:

- ☐ The Social Security Number that I, have given to my attorney, which will be submitted to the Court as part of the electronic case opening process, is true, correct, and complete.
- ☐ I, the Debtor, do not have a Social Security Number.
- ☐ The Social Security Number that I, the Joint Debtor, have given to my attorney, which will be submitted to the Court as part of the electronic case opening process, is true, correct, and complete.
- ☐ I, the Joint Debtor, do not have a Social Security Number.
- ☒ [Check box if petitioner is a corporation or partnership] I declare under penalty of perjury that the information provided in the petition is true, correct, and complete, and that I have been authorized to file the petition on behalf of the debtor. The debtor requests relief in accordance with the chapter specified in the petition.

Dated: May 12, 2023

Signed: \_\_\_\_\_

Michael S. Rotolo/Sole Member

**Part II - Declaration of Attorney**

I *declare under penalty of perjury* that I have reviewed the above debtor's petition and that the information is complete and correct to the best of my knowledge. The debtor(s) will have signed this form before I submit the petition, schedules, and statements, or any other documents that must contain original signatures. I will give the debtor(s) a copy of all forms and information to be filed with the United States Bankruptcy Court, and have followed all other requirements of Local Bankruptcy Rule 5005-4 and the Electronic Case Filing (ECF) Administrative Procedures Manual. I further declare that I have examined the above debtor's petition, schedules, and statements, and any other documents that must contain original signatures, and to the best of my knowledge and belief, they are true, correct, and complete. If an individual, I further declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of Title 11, United States Code, and have explained the relief available under each such chapter. This declaration is based on all information of which I have knowledge. I understand that failure to file the signed original of this DECLARATION will cause this case to be dismissed.

Dated: May 12, 2023

Christopher Peer (0076257)  
Attorney for Debtor(s)  
Wickens Herzer Panza  
35765 Chester Road  
Avon, OH 44011